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**FILED**

AUG 24 1999

KEVIN C. O'BRIEN, CLERK  
UNITED STATES  
BANKRUPTCY COURT  
FOR THE DISTRICT OF ARIZONA

**UNITED STATES BANKRUPTCY COURT**

**DISTRICT OF ARIZONA**

In Re:

BCE WEST, L.P., et al.,

Debtors.

EID # 38-3196719

Chapter 11

Case Nos. 98-12547  
through 98-12570 ECF CGC  
Jointly Administered

**ORDER FIXING SUPPLEMENTAL  
BAR DATE FOR CERTAIN  
CLAIMANTS AND APPROVING  
NOTICE AND SERVICE  
REQUIREMENTS IN CONNECTION  
THEREWITH [DE 1087]**

Upon Debtors' Motion Pursuant to Fed. R. Bankr. P. 3003(c)(2) and (c)(3) for Order Fixing Supplemental Bar Date for Certain Claimants and Approving Notice and Service Requirements in Connection Therewith (the "Motion") and it appearing that the Court has jurisdiction to consider the matter; and after hearing on due and proper notice, it being apparent that the relief requested in the Motion is appropriate and in the best interests of the Debtors, their estates, creditors and equity interest holders; and the Court having considered the pleadings, the evidence and the argument of counsel, is of the opinion that the proposed relief described in the Motion should be granted. Therefore, the Court finds that:

1 (A) On January 26, 1999 this Court entered an Order Setting Time for Filing Proofs of  
2 Claim and Interest (the "Bar Date Order"), which fixed March 31, 1999, as the deadline for  
3 creditors to file proofs of claim (the "March Bar Date").

4 (B) The Motion requests an order authorizing the filing of proofs of claim by a limited  
5 group of alleged creditors listed on Exhibit A attached hereto (hereinafter defined as the "Affected  
6 Creditors") that were not served with the Bar Date Order and that have been included on amended  
7 schedules of liabilities filed by the Debtors; and

8 (C) The procedures and relief requested are appropriate in the circumstances of these  
9 cases and within the Court's authority pursuant to 11 U.S.C. § 105(a). Accordingly, it is  
10

11 ORDERED THAT:

12 (1) Pursuant to Fed. R. Bankr. P. 3003(c)(2) and (c)(3), all Affected Creditors will be  
13 permitted to file proofs of claim with the Clerk of the United States Bankruptcy Court for the  
14 District of Arizona, 2929 North Central Avenue, 9<sup>th</sup> Floor, P.O. Box 34151, Phoenix, Arizona  
15 85067-4151 (the "Clerk") and on the Debtors' Counsel, no later than September 30, 1999 (the  
16 "Supplemental Bar Date").

17 (2) The Supplemental Bar Date is the last date by which any Affected Creditor is  
18 entitled to file a proof of claim. Any entity, including an Affected Creditor, that has already filed  
19 a proof of claim is not entitled to file another proof of claim. Any duplicate claim filed by an  
20 Affected Creditor will be disallowed.

21 (3) The Supplemental Bar Date does not apply to any person or entity other than  
22 Affected Creditors.  
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1 (4) All persons and entities who are not Affected Creditors are bound by the March  
2 Bar Date. Any proof of claim filed by a creditor other than an Affected Creditor, after the March  
3 Bar Date, will not be allowed.

4 (5) Pursuant to Fed. R. Bankr. P. 3003(c)(2), any Affected Creditor required to file a  
5 proof of claim by this Order on or before the Supplemental Bar Date that fails to do so shall not,  
6 with respect to any such claim, be treated as a creditor of the Debtors for any purpose and such  
7 unfiled claim is disallowed.  
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9 (6) The Debtors retain the right to (a) dispute, or assert offsets or defenses against any  
10 claim filed by any Affected Creditor or any claim listed or reflected in the Schedules (or any  
11 further amendments of supplements thereto) as to nature, amount, liability, classification or  
12 otherwise; or (b) subsequently designate any claim as disputed, contingent or unliquidated in the  
13 Schedules (or any further amendments or supplements thereto).  
14

15 (7) Each proof of claim shall be filed in substantial conformity with Official  
16 Bankruptcy Form No. 10, together with any supporting documentation.

17 (8) In accordance with Fed. R. Bankr. P. 2002(a)(7), notice of the Supplemental Bar  
18 Date, substantially in the form of that annexed to the Motion (the "Notice"), shall be deemed  
19 sufficient if it is served on or before September 1, 1999, by first class mail, postage prepaid, upon  
20 all Affected Creditors, with exception that notice need not be given to those parties listed with  
21 insufficient addresses simply to have them returned by the U.S. Postal Service to the Debtors. As  
22 used herein, an insufficient address includes (a) no address, (b) city and state only, or (c) street  
23 address only.  
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1 (9) Publication of the Supplemental Bar Date is not required.

2 DATED: August 24, 1999

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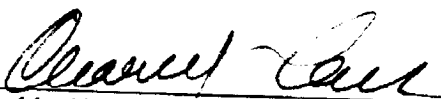
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Honorable Charles G. Case, II  
UNITED STATES BANKRUPTCY JUDGE